
NOTICE OF EXTRAORDINARY GENERAL MEETING

POWERMATIC DATA SYSTEMS LIMITED
(Company Registration Number: 198900414E)
(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of Powermatic Data Systems Limited (“**Company**” and together with its subsidiaries, the “**Group**”) will be held at SAFRA Yishun Country Club: 60 Yishun Ave 4, Level 2, Canna Room, Singapore 769027 on 25 January 2024 at 12.30 p.m. or immediately after the conclusion of the EGM held earlier on the same date for the purpose of considering and, if thought fit, passing with or without amendments, the ordinary resolution as set out below (“**Notice of EGM**”).

All capitalised terms used in this Notice of EGM which are not defined herein shall have the meanings ascribed to them in the circular dated 3 January 2024 to shareholders of the Company.

ORDINARY RESOLUTION: THE PROPOSED ADOPTION OF THE POWERMATIC DATA SYSTEMS EXECUTIVES’ SHARE AWARD SCHEME

RESOLVED THAT:

- (a) the employee share award scheme to be known as the “Powermatic Data Systems Executives’ Share Award Scheme 2023” (the “**Executives’ Share Award Scheme**”), the rules of which (the “**Executives’ Share Award Scheme Rules**”) has been appended to and a summary of which is set out in the Circular and under which awards (the “**Awards**”) of ordinary fully-paid Shares will be granted on such terms and conditions and in accordance with the Executives’ Share Award Scheme Rules, be and is hereby approved and adopted;
- (b) the Directors, and/or such committee comprising Directors duly authorised and appointed by the Board of the Company to administer the Executives’ Share Award Scheme, be and are hereby authorised;
 - i. to establish and administer the Executives’ Share Award Scheme;
 - ii. to modify and/or amend the Executives’ Share Award Scheme from time to time provided that such modifications and/or amendments are effected in accordance with the Executives’ Share Award Scheme Rules and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Executives’ Share Award Scheme;
 - iii. to grant Awards in accordance with the Executives’ Share Award Scheme Rules and pursuant to Section 161 of the Companies Act, to allot and issue or deliver from time to time such number of new Shares required pursuant to the vesting of the Awards under the Executives’ Share Award Scheme provided that the aggregate number of New Shares available under the Executives’ Share Award Scheme, when added to all Shares, options or awards granted under any other share option scheme, share award scheme, or share incentive scheme adopted by the Company, including but not limited to the Executives’ Share Award Scheme, shall not exceed 15% of the total issued capital (excluding treasury shares and subsidiary holdings) of the Company on the day preceding the Date of Grant;
 - iv. subject to the same being allowed by law, to apply any Share purchased or acquired under any share purchase mandate and to deliver such existing Shares (including any treasury shares) towards the satisfaction of the Awards granted under the Executives’ Share Award Scheme; and

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- v. to complete and do all acts and things (including executing such documents as may be required) as they may consider necessary, desirable or expedient to give effect to or for the purposes of this resolution or as they shall deem fit in the interests of the Company.

By Order of the Board

Dr Chen Mun
Chairman and Chief Executive Officer
3 January 2024

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Notes:

1. The EGM will be held at SAFRA Yishun Country Club: 60 Yishun Ave 4, Level 2, Canna Room, Singapore 769027, on 25 January 2024 at 12.30 p.m. or immediately after the conclusion of the EGM held earlier on the same date.
2. **There will be no option for members to participate virtually.** The Circular, Notice of EGM, the accompanying proxy form (“**Proxy Form**”) and a request form (to request for a printed copy of the Circular) (“**Request Form**”) will be made available on the Company’s website at <https://powermatic.com.sg/> and on the SGXNet at <https://www.sgx.com/securities/company-announcements>. A member will need an internet browser and PDF reader to view these documents. Printed copies of this Notice of EGM, the Proxy Form and the Request Form will be sent to members via post. Printed copies of the Circular will NOT be sent to members. Members who wish to obtain a printed copy of the Circular should complete the Request Form and return it to the Company by post to the Company’s registered office at 9 Harrison Road, #05-01, Singapore 369651 or via email to egm2024sharescheme@powermatic.com.sg no later than 12.30 p.m. on 10 January 2024.
3. Members including Central Provident Fund Investment Scheme members (“**CPF Investors**”) and/or Supplementary Retirement Scheme investors (“**SRS Investors**”) may participate in the EGM by:
 - (a) attending the EGM in person;
 - (b) raising questions at the EGM or submitting questions in advance of the EGM; and/or
 - (c) voting at the EGM (i) themselves personally; or (ii) through their duly appointed proxy(ies).

CPF Investors and SRS Investors who wish to appoint the Chairman of the EGM (and not third-party proxy(ies)) as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 12.30 p.m. on 15 January 2024, being seven (7) working days prior to the date of the EGM.

Please bring along your NRIC/passport so as to enable the Company to verify your identity. Members are requested to arrive early to facilitate the registration process.

4. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the EGM. Where such member’s Proxy Form appoints more than one (1) proxy, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the Proxy Form. If no such proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his/her name in the Depository Register and any second named proxy as an alternate to the first named.
5. A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the EGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy, failing which, the appointment shall be invalid. Where a relevant intermediary appoints more than two (2) proxies, separate Proxy Forms should be used.
6. “**Relevant Intermediary**” has the meaning ascribed to it in section 181(6) of the Companies Act.
7. A member can appoint the Chairman of the EGM as his/her/its proxy but this is not mandatory.

If a member wishes to appoint the Chairman of the EGM as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the EGM as proxy. If no specific direction is given as to voting or abstentions from voting in respect of a resolution in the form of proxy, the appointment of the Chairman of the EGM as proxy for that resolution will be treated as invalid.
8. A proxy, including the Chairman of the EGM, need not be a member of the Company.
9. The duly executed instrument appointing a proxy (including an instrument appointing the Chairman of the EGM as proxy), together with the power of attorney or other authority under which it is signed (if applicable) or a notarial certified copy thereof, must be deposited in the following manner:
 - (a) if sent personally or by post, be received by the Company’s registered office at 9 Harrison Road, #05-01, Singapore 369651 or;

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(b) if submitted by email, be received by the Company by email to egm2024sharescheme@powermatic.com.sg,

in either case no later than 12.30 p.m. on 22 January 2024 (being not less than seventy-two (72) hours before the time appointed for holding the EGM), and in default the instrument of proxy shall not be treated as valid.

10. The instrument appointing a proxy(ies) must be signed by the appointer or his/her/its attorney duly authorised in writing. Where the instrument appointing a proxy(ies) is executed by a corporation, it must be executed either under its common seal or signed on its behalf by an attorney or a duly authorised officer of the corporation. Where the instrument appointing a proxy(ies) is signed on behalf of the appointer by an attorney, the letter or power of attorney (or other authority) or a duly certified copy thereof must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

The Company shall be entitled to reject the instrument of proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument of proxy (such as in the case where the appointer submits more than one (1) instrument of proxy).

11. In the case of shares entered in the Depository Register, the Company may reject an instrument appointing a proxy if the member, being the appointer, is not shown to have Shares entered against his name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the EGM, as certified by The Central Depository (Pte) Limited to the Company.
12. Members may raise questions at the EGM and/or submit questions which are substantial and relevant to the ordinary resolution to be tabled for approval at the EGM. For members who would like to submit questions in advance of the EGM, they may do so by 12.30 p.m. on 11 January 2024 by writing to the Company in advance by post to the registered address of the Company at 9 Harrison Road, #05-01, Singapore 369651 or by email to egm2024sharescheme@powermatic.com.sg.
13. For verification purposes, when submitting any questions via email, members MUST provide the Company with their particulars (comprising full name (for individuals)/company name (for corporates), email address, contact number, NRIC/passport number/company registration number, shareholding type and number of shares held), failing which the submission will be treated as invalid.
14. The Company will endeavour to address the substantial and relevant questions (as determined by the Company in its sole discretion) pertinent to the resolution to be tabled for approval at the EGM as received from Shareholders by 12.30 p.m. on 20 January 2024.
15. The Company will, within one month after the date of the EGM, publish the minutes of the EGM on SGXNET.
16. The Company shall be entitled to reject the instrument appointing a proxy if it is incomplete, improperly completed, illegible or where the true intentions of the appointer are not ascertainable from the instructions of the appointer specified in the instrument appointing the proxy (such as in the case where the appointer submits more than one instrument of proxy).

PERSONAL DATA PRIVACY:

By submitting a Proxy Form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.